

MINUTES OF THE CORPORATION BOARD MEETING
HELD ON FRIDAY 8 DECEMBER 2023 IN THE EXCHANGE BOARD ROOM / VIA MICROSOFT
TEAMS

PRESENT:

Lillian Croston	Chair
Dr Fazal Dad	Principal and Chief Executive
Nadia Begum	FE Student Governor
Catherine Hill OBE*	Member
Chris Johnson*	Member
Michael Lee	Business Support Staff Governor
Ridwaan Omar	Member
Arif Patel	Member
Rohan Quinn	HE Student Governor
Taiyab Sufi	Member
Steve Waggott*	Member

IN ATTENDANCE:

Nathan Rogan	Associate Board member
Helen Knowles*	Beever and Struthers
Jennifer Eastham	Vice-Principal: Finance and Corporate Services
Rachel Tarplee	Vice-Principal: Curriculum and Quality
Nicola Clayton	Director of Business Development and External Engagement
Matthew Robinson	Director of Student Support and Experience
Sarah Horeesorun	Director of Governance

* indicates attendance via Microsoft Teams

The meeting started at 14:00 and was quorate.

The Chair welcomed everyone to the meeting and for the benefit of those joining the meeting for the first time, as was the case for Nathan Rogan, Nadia Begum and Rohan Quinn, and for those joining via Teams, there followed round-table introductions from all participants. The Chair requested that Item 7(i) be taken as the first Item before resuming the order as set by the Agenda. For the purpose of these Minutes, the discussions are presented in agenda order.

1. APOLOGIES FOR ABSENCE

Apologies for absence were received from Governors Mark Allanson, Fran Crossland, Ram Gupta, Andrea Machell, Paul Morris and Associate Member, Dr Zubair Iqbal. Jason Burgess from Beever and Struthers also sent apologies.

2. DECLARATION OF CONFLICTS OF INTEREST

The Chair advised those in attendance that should members of the Corporation Board become aware of any potential conflicts of interest, they should be disclosed at the earliest opportunity during the meeting.

3. MINUTES OF THE CORPORATION BOARD MEETING HELD ON 13 OCTOBER 2023

The Board agreed that the minutes of the Corporation Board meeting held on 13 October 2023 be **APPROVED** as a true and accurate record. The meeting Minutes would be signed by the Chair.

4. MATTERS ARISING

There were no new matters arising, the Board having noted the status of actions from the previous meetings.

The Chair reminded Board members that a large number of items on the agenda for this meeting were for approval and had been discussed in detail at the various Committee meetings, as indicated.

5. CHAIRS REPORT

The Chair talked through her written report and rather than reflect on the past year, was more forward looking and focused on building on progress made so far.

The College emphasis was on improving student attendance and inroads had been made in improving attendance in maths and English, in particular.

There was praise for the Principal and Chief Executive for his vision and hard work, and to the Executive Team for their support. The new Director of Quality Innovation was making progress and the Chair commented on the pleasant atmosphere of calm having observed students and staff working together as she walked through the Beacon Centre.

The Director of Governance had relocated to the Beacon Centre, near The Exchange, and this would support raising the visibility of Governance and Governors amongst staff and students with this central position. The Chair commented that the Director of Governance was doing a great job and was going from strength to strength.

The Chair had visited the College quite frequently over the last Term, including participation in Quality Summits and speaking at the Graduation ceremony.

Lastly, the Chair thanked the Governor Team for their commitment, valuable insights, and time, commenting that, as established by the External Governance Review, the Board was strong.

The Chair committed to carry out a Learning Walk in the New Year and requested that all Governors make the same commitment as their New Years resolution and that as ambassadors for the College, Governors enhance the reputation of the College by sharing the College's great progress made and bright future ahead.

6. PRINCIPAL AND CHIEF EXECUTIVES REPORT

The Principal and Chief Executive thanked the Chair for her Report and compliments, and extended his gratitude to all staff who had helped students achieve last year.

Progression was being made and employers were working with the College on co-creation of the curriculum. The Director of Business Development and External Engagement was introducing employers to the College to work with students and staff on essential soft skills, as well as the professional and technical skills, to ensure that the curriculum had currency and that the students were job ready. Careers advice and wrap-around support were in place and accessible to all students.

Summer 2024 would see 1800 GCSE maths and English exam resits in May/June and teaching would be parked for five days to support a large-scale cross-college operation with all staff supporting students to encourage exam attendance and provide invigilation.

Apprenticeships had improved on last year, were making progress, and end-point assessments achieving a very high pass rate at first attempt. However, at 67%, there was acknowledgment and ambition to improve on Apprenticeships still further.

The Director of Quality Innovation was leading on a programme to improve quality, resilience, and people management with fifty managers with the aim of supporting culture improvement to outstanding.

The Principal thanked the Vice-Principal: Finance and Corporate Services and her Team for managing the College finances effectively, acknowledging that financial pressures do not go away even though the College had maintained its 'outstanding' Financial Health rating.

Grants and additional funding had been successfully identified, bid for, and won by the Director of Business Development and External Engagement and Team, and partnerships were working well.

There was mention of Devo2 and the Principal informed members that he and the Director of Business Development and External Engagement were working closely with Blackburn with Darwen LA on the Futures bid for I.T.

More generally, the Principal informed members that changes in Government policy, the introduction of ABS and curriculum reform had implications for Business Planning.

The Principal thanked the Governors for their constructive feedback at Board and Committee meetings, adding that such discussions inform sound judgment and decision making that ultimately benefits the students.

Together, the Board wished to thank the Principal, Executive Team and staff on progress made to improve the reputation and external perception of the College. Members agreed that aggressive marketing of the benefits of good attendance and achievements was needed and thanked the Chair for leading the Board so effectively.

7. ITEMS PREVIOUSLY CONSIDERED BY THE AUDIT COMMITTEE

7(i) Audit Management Letter 2022/23 (Beever & Struthers)

The Chair invited Helen Knowles, Beever and Struthers, to present this Item. Helen Knowles explained that Beever and Struthers had been contracted by the College to provide an External Audit of the Colleges' Annual Report and Financial Statements for 2022/23.

Beever and Struthers had undertaken planning, preparation, and a two-week audit in College, during which they reviewed and tested the accounts prepared by the College Finance Team.

On completion of the audit, Beever and Struthers had produced a 'Management Letter' which was presented to, and reviewed by, the Audit Committee in its meeting on 14 November 2023. At that time, there was one outstanding action, now completed. Beever and Struthers were content to issue an 'unqualified opinion' for the Accounts and Regularity Self-Assessment Questionnaire.

Members were reassured by the external audit of the Financial Statements and that they were a true and fair view of the Colleges financial performance 2022/23.

The Board **ACCEPTED** the Annual Report and Financial Statements for 2022/23 and would review these documents again, alongside the supporting documents, in Item 9(i) later on in the Agenda.

The Board thanked Helen Knowles from Beever and Struthers for the work done on the External Audit and for the presentation.

The Board thanked the Vice-Principal: Finance and Corporate Services for the good outcome and asked that their thanks be shared with the Finance Team.

Helen Knowles left the meeting at 2.18pm.

7(ii) Risk Register 2023/24

The Risk Register, Appendix One, had been considered by the Audit Committee at its meeting on 14 November 2023. The Board noted that there were no new risks identified.

The Risk Register was **AGREED** by the Board.

8. ITEMS PREVIOUSLY CONSIDERED BY THE LEARNING AND QUALITY COMMITTEE

8(i) Academic Board Annual Report 2022/23

The Committee reviewed the Annual Report from the Academic Board for 2022/23 and were content that the Academic Board was discharging its duties effectively.

The Corporation Board **APPROVED** the Annual Report.

9. ITEM PREVIOUSLY CONSIDERED BY THE POLICY AND RESOURCES COMMITTEE

9.(i) Annual Report and Financial Statements

The Vice Principal: Finance and Corporate Services introduced Item 9(i) and explained that what followed in this Item was a suite of documents that underpin the Annual Report and Financial Statements and that it was important, in the interests of disclosure, for the Reports to be considered together and brought to the attention of the Board.

All of the following Reports had been considered by the Policy and Resources Committee at its meeting on 27 November 2023.

The Vice-Principal explained that the documents would be submitted to the ESFA and made available to the public on the College website. The Annual Report included commentary on performance and developments during the year, plus risk and Corporate Governance. The Accounts delivered financial health that was 'Outstanding' as measured by the ESFA and met all three of the FE Commissioners measures. The Reports had been audited by Beever and Struthers who gave an 'unmodified' opinion.

The Board **APPROVED** the Annual Report and Financial Statements for 2022/23.

That being the case, the Chair of the Corporation Board and the Principal and Chief Executive, as Accounting Officer, signed the requisite letters of Representation and Assurance and the Annual Report and Financial Statements.

9.(i)a ESFA Finance Record for Colleges

As part of the ESFA Accounts Direction, the College was required to submit the accounts to the ESFA in a special template to be uploaded, called the Finance Record Return. The key elements

were included in Appendix 1 of the Report and the return is due for submission to the ESFA by 31 December 2023.

The Board **APPROVED** the submission of the Finance Record to the ESFA

9.(i)b Financial Objectives

To comply with ESFA guidance all Colleges must have clear Financial Objectives that support the achievement of their Strategic Objectives. The Financial Objectives and performance against these were reported in the Financial Statements and presented in the Report for Board approval.

The Board reviewed, noted the performance against the Financial Objectives for 2022/23 and **APPROVED** the Financial Objectives 2023/24.

9.(i)c Related Party Transactions

To ensure transparency, reporting standards dictate that any transactions between the College and a Governor or related organisation be disclosed in the Annual Report and Financial Statements. The detailed transactions were declared in Appendix One of this Report and **APPROVED** by Governors.

9.(i)d Annual Review of Accounting Policies

The College's accounting policies are the rules by which it does its finance and accounting. These policies had been used in the preparation of the accounts and as there had been no new accounting standards, only minimal changes were required to the policies, none of which would have an impact on the financial stability of the College.

The Board **APPROVED** the Accounting Policies for the 2022/23 Financial Statements as set out in Appendix 1.

9.(ii) **Management Accounts**

9.(ii)a 2022/23 final

The Vice Principal: Finance and Corporate Services confirmed that the College was at a breakeven position, cash balances remained healthy, and the FE Commissioner metrics and loan covenants continued to be met. A draft of this Report had been reviewed by the Board at its meeting 13 October 2023 and there had been no changes since. This Final Report had been considered by Policy and Resources Committee at its meeting on 27 November 2023.

The Board **APPROVED** the Management Accounts for the period ending 31 July 2023 (FINAL), as recommended by Policy and Resources Committee.

9.(ii)b Period ending 31 October 2023

The Vice-Principal: Finance and Corporate Services informed members that the Balance Sheet to October 2023 remained strong.

The Board acknowledged this approach and **APPROVED** the Report.

The Chair thanked the Vice-Principal: Finance and Corporate Services and her Team for their work on managing the College finances effectively.

9.(iii) **College Key Performance Indicators (KPIs)**

9.(iii)a 2022/23 final

The Board reviewed the FINAL Report setting out the performance on the College's KPIs for 2022/23. The relevant KPIs had been discussed by both the Policy and Resources Committee and Learning and Quality Committee and the FINAL version remained unchanged from the draft version presented to the Board at its October meeting.

The Board noted the Appendix outlining the FINAL position against the targets and the actuals for previous years and approved the Report.

9.(iii)b period ending 31 October 2023

The Vice-Principal: Finance and Corporate Services introduced the first Report for this year. This had been scrutinised at the Policy and Resources Committee meeting on 27 November 2023.

The Board noted the performance for the period ending 31 October 2023.

9.(iv) Strategic Plan Operating Statement

9.(iv)a 2022/23 final

The Vice-Principal: Finance and Corporate Services introduced the Report which covered a progress update on the Annual Operating Statement as at 31 July 2023. A pre-finalised version of this Report was considered by the Board at its October meeting and only small amends to figures since then.

The Board noted the content of Annex A the Annual Operating Statement – final position at 31 July 2023.

9.(iv)b period ending 31 October 2023

The Vice-Principal: Finance and Corporate Services explained that at this early stage of the Academic year, the majority of the targets were 'not yet reportable' as they were based on full year data. Early indications had been included where available. Progress had been made on the Gatsby Benchmarks, for example, and the Industry Collaboration Zone, and at the time of this meeting, an Internal Audit was being conducted regarding OfS compliance.

The Board acknowledged the progress being made on the journey to 'Outstanding' and recognised the drive and motivation of the Principal and staff to improve the student experience and deliver high-quality teaching and learning.

The Chair of the Policy and Resources Committee added that the items earlier on the agenda, contained really detailed information on the financial and curriculum performance of the College. These evidenced that the College was well on the journey to 'Outstanding.' These sentiments were supported by members who thanked the Principal and staff for all of their hard work.

9.(v) Freedom of Speech Policy

To ensure continued compliance with the Code of Practice on Freedom of Speech, the College had conducted its annual review and reported to the Policy and Resources Committee on 27 November 2023. The Vice-Principal: Curriculum and Quality informed members that there was a Freedom of Speech Bill being passed through Parliament. This legislation would ensure Universities protect and promote freedom of speech on campus, fulfilling a manifesto promise to bolster academic freedom and citizenship. The Policy now included mention of the Higher Education (Freedom of Speech) Act 2023.

The Board **APPROVED** the Code of Practice on Freedom of Speech and the continued adoption by the College.

10. ITEMS PREVIOUSLY CONSIDERED BY THE STUDENT VOICE COMMITTEE

10.(i) Review of the Terms of Reference and Annual Report

The Student Voice Committee had met on 15 November 2023 and reviewed the Terms of Reference and proposed changes. The Committee agreed that the Terms of Reference worked well and remained fit for purpose. The only changes proposed were to job titles as set out in the Annex to the Report.

The Board noted the commentary covering the Student Voice Committee's progress against its Terms of Reference and **APPROVED** the Calendar of Business and proposed changes to the Terms of Reference.

11. ITEMS PREVIOUSLY CONSIDERED BY THE GOVERNANCE PANEL

11.(i) Update on Succession Planning and Appointment of Governors

The Director of Governance introduced this Report before handing over to the Chair, Principal, Chair Designate and Vice-Chair to provide feedback on their introductory meetings with the prospective new Governors.

The Board was impressed by the experience and skills that the new Governors would bring to the Board and agreed that their values and ethos would be a good fit and complement the existing membership. In discussions, the Board commented that it was a huge compliment to the College to have persons of such gravitas coming forward to support the College as Governors.

The appointment of the following was **APPROVED** by the Corporation Board and that the new members would be very welcome.

-Mr Nadeem Memon to join the Corporation Board and be a member of the Policy and Resources Committee for the period of office 8 December 2023 to 31 March 2026.

-Mr Darren Ratcliffe to join the Corporation Board and be a member of the Learning and Quality Committee (when a vacancy becomes available) for the period of office 8 December 2023 to 31 March 2026.

-Ms Corinne McMillan to join the Policy and Resources Committee as a co-opted member for the period of office 8 December 2023 to 31 March 2026.

The Board **AGREED** to the reappointment of Ram Gupta, Michael Lee, Taiyab Sufi and Sharjeel Salahuddin for a further term of office of three years, ending 31 March 2027.

The Board Ratified the appointment of Ms Clare Shaw as the new Academic Staff Governor, and member of both the Corporation Board and Learning and Quality Committee.

11.(ii) Governance Panel Annual Report 2022/23

The Director of Governance explained that this Report covered the membership and business of the Governance Panel for the year ending 31 July 2023.

Having reviewed the Report the Corporation Board were assured that the Governance Panel was meeting its purpose and delegated responsibilities.

The Annual Report of the Governance Panel for 2022/23 was **APPROVED** by the Board.

12. STAFF GOVERNORS REPORT

The Staff Governor provided a verbal Report and commented that it was good to hear that the senior appointments in MIS and Marketing had been filled.

The Staff Governor completed his update by adding that he was looking forward to working with the new Academic Staff Governor.

The Chair thanked the Staff Governor for his Report.

13. CAPITAL PROJECTS UPDATE

The Vice-Principal: Finance and Corporate Services reported that staff were relocating to the new temporary accommodation whilst the Victoria Building renovations were underway. The modern Portakabins were very impressive. The huge scaffolding to support the Victoria Building Renovations would start being erected in January 2024 and take six months to put in place.

14. MINUTES OF COMMITTEE MEETINGS

The Chair approved minutes from the following Committees were received for information:

- i. Learning and Quality – 9 November 2023
- ii. Governance Panel – 13 November 2023
- iii. Audit Committee – 14 November 2023
- iv. Student Voice Committee – 15 November 2023

Summary notes of the Policy and Resources Committee meeting 27 November 2023 and Learning and Quality Committee meeting 30 November 2023 were made available in the supporting documents. The Chair canvassed the members for any additional comments on the meeting Minutes supplied for information. No comments were made.

15. ESFA FINANCIAL HEALTH LETTER

The letter was shared for information and provided the Board with assurance regarding the College's Financial Health. Based on the forecasts, the College Financial Forecasting Return generated an auto-score of 'Outstanding' financial health, and this was concurred by the ESFA.

The Board noted the content of the Report and said well done to the Vice-Principal: Finance and Corporate Services and her Team.

16. SUBCONTRACTING ACTIVITIES

The Director Business Development and External Engagement talked the Board through this Report highlighting the current subcontract out arrangements and subcontracting standards in place. The Principal and Chief Executive added that there was increased transparency around the finance and quality elements of subcontracting which is why a Report such as this goes to all of the Committee meetings and the Board.

The Board received this Report for information and thanked the Director of Business Development and External Engagement.

17. HUMAN RESOURCES UPDATE AS AT 31 OCTOBER 2023

This Report provided a summary of core HR data for the period 1 August 2023 to 31 October 2023 with the detailed data to be found in the Appendix.

The Board noted the content of the Report and Appendix.

18. SAFEGUARDING ANNUAL REPORT

The Report provided assurance to the Board that the College continued to prioritise safeguarding arrangements for all students across all aspects of its provision. An Assurance brief was provided for information. This Report had been considered by the Safeguarding Committee in October 2023 and Learning and Quality Committee at its meeting on 9 November 2023.

The Board received this Report for information.

The Chair added that the Board had completed its annual Safeguarding KCSIE 2023 training brief at the Corporation Board Seminar on 13 October and reminded the Board that they are duty bound as Governors to keep students safe.

19. STUDENT UNION ANNUAL REPORT 2022/23 INCLUDING ANNUAL ACCOUNTS

This Report had been considered by the Learning and Quality Committee on 9 November 2023.

The Board received this Report for information and commented that it was a good and well written Report. Members acknowledged the enrichment, structured and personal development activities available across the College and remarked upon the good budget management.

20. GOVERNORS EXPENSES POLICY 2023/24 AND ANNUAL REPORT 2022/23

The Report had previously been considered by the Policy and Resources Committee on 25 September 2023 and provided a summary of Governor expenses for 2022/23 and the Governor Expenses Policy for 2023/24. The Board noted that the Report and Policy had been approved by the Committee.

The Board received this Report for information.

21. ANY OTHER BUSINESS

The Chair canvassed members for any other business, of which there was none.

22. REVIEW OF MEETING

The Chair thanked all attendees in person and on MS Teams for their valuable contributions to the meeting.

23. DATE AND TIME OF NEXT MEETING

Friday 15 March 2024 at 2pm.